AMENDMENTS TO THE CLAIMS

This listing of claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims

1. (Currently Amended) A compound of Formula I

$$(R^{1})_{s}$$
 $(CR^{1a}_{2})_{n} - X - (CR^{1a}_{2})_{p} - V - (R^{2})_{q}$

wherein

R is selected from

- 1) H,
- 2) unsubstituted or substituted C1-C10 alkyl,
- 3) unsubstituted or substituted aryl,
- 4) unsubstituted or substituted heterocycle,

R1a is independently selected from

- 1) H,
- 2) unsubstituted or substituted C₁-C₆ alkyl, and
- OR^4 ;

R1b is independently selected from

- 1) H, and
- 2) unsubstituted or substituted C1-C6 alkyl;

X is selected from

- 1) a bond,
- 2) C(O), and
- 3) O,

R1 is independently selected from

- 1) H,
- 2) halo,

- OR^4 ,
- 4) NO₂,
- 5) unsubstituted or substituted C₁-C₁₀ alkyl,
- 6) $-C(O)R^4$,
- 7) $C(O)OR^4$,
- 8) $C(O)N(R^4)_2$,
- 9) $N(R^4)_2$;

V is selected from aryl, and heterocycle benzofuran, benzodioxo and oxazolo;

R² is independently selected from

- 1) H,
- 2) unsubstituted or-substituted C1-C10 alkyl,
- $-(CR1b)_tOR4$
- 4) Halo,
- 5) CN,
- 6) NO₂,
- 7) CF₃,
- 8) $-(CR^{1b})_tN(R^4)_2$,
- 9) $-C(O)OR^{4}$,
- 10) $-C(O)R^4$,
- 11) $-(CR^{1b})_tNR^4(CR^{1b})_tR^5$,
- 12) $-(CR^{1b})_tS(O)_mNR^4$,
- 13) $-C(O)OR^4R^5$,
- 14) $-NR^4C(O)R^4$,

R^4 is independently selected from

- 1) H,
- 2) unsubstituted or substituted C1-C10 alkyl,
- 3) unsubstituted or substituted C3-C10 cycloalkyl,
- 4) unsubstituted or substituted aryl,
- 5) unsubstituted or substituted heterocycle, and
- 6) CF3;

R⁵ is independently selected from

- 1) unsubstituted or substituted aryl, and
- 2) unsubstituted or substituted heterocycle;

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m is independently 0, 1 or 2;
n is 0 to 4;
p is 0 to 4;
q is \theta 1 to 4, provided that when V is H or CF3, q is 0; and
s is 0 to 16; and
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or a pharmaceutically acceptable salt or stereoisomer thereof.

2. (Currently Amended) The compound according to Claim 1 wherein \underline{R} , R^{1b} , R^{4} , R^{5} , \underline{V} and variables m, n, p, q and t are as defined in Claim 1 and

R-is selected from

t is independently 0 to 6;

- 1) H, and
- 2) unsubstituted or substituted C1-C10 alkyl, and

Rla is independently selected from

- 1) H, and
- 2) unsubstituted or substituted C1-C6 alkyl;

X is selected from

- 1) a bond, and
- C(O);

R¹ is independently selected from

- 1) H,
- 2) halo,
- OR^4
- 4) $N(R^4)_2$,
- 5) NO2, and

V is calcated	from an	yl and heterocycle;
V 15 SCIECTE	HUIII ai	yr and neterocycle,

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1) H
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2) CF₃,

3) aryl, and

4) heterocycle;

R² is independently selected from

- 1) H,
- 2) unsubstituted or substituted C1-C10 alkyl, and
- 3) Halo,

s is 0 to 6;

or a pharmaceutically acceptable salt or stereoisomer thereof.

3. (Currently Amended) The compound according to Claim 1 wherein \underline{R} , R^1 , R^2 , R^4 , R^5 and variables m and t are as defined above and:

Rla is independently selected from

- 1) H, and
- 2) unsubstituted or substituted C1-C6 alkyl;

V is phenyl;

n is 0 or 1;

p is 0 to 3;

q is $\theta 1$ to 3;

or a pharmaceutically acceptable salt or stereoisomer thereof.

4. (Original) A compound that is:

(6R,9S,11R)-11-phenyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene;

(6R,9R,11S)-11-phenyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene; (6S,9R,11R)-11-phenyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene; (6S,9R,11S)-11-phenyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene; (6S,9R,11S)-11-benzyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene; (6S,9R,11R)-11-benzyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene; (6R,9S,11S)-11-benzyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene; (6R,9S,11R)-11-benzyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene; (6S,9R,11S)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene;

(6S,9R,11R)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano) benzo[a][8]annulene;

(6R,9S,11S)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano) benzo[a][8]annulene;

(6R,9S,11R)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano) benzo[a][8]annulene;

(6S,9R,11S)-11-(1,3-benzodioxol-5-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[a][8]annulene;

(6S,9R,11R)-11-(1,3-benzodioxol-5-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[a][8]annulene;

(6R,9S,11S)-11-(1,3-benzodioxol-5-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[a][8]annulene;

(6R,9S,11R)-11-(1,3-benzodioxol-5-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[a][8]annulene; (6S,9R,11S)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[a][8]annulen-4-amine;

(6S,9R,11R)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano) benzo[a][8]annulen-4-amine;

(6R,9S,11S)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano) benzo[a][8]annulen-4-amine;

(6R,9S,11R)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano) benzo[a][8]annulen-4-amine;

(6S,9R,11S)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulen-1-amine;

(6S,9R,11R)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano) benzo[a][8]annulen-1-amine;

(6R,9S,11S)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulen-1-amine;

(6R,9S,11R)-11-(3-bromobenzyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano) benzo[a][8]annulen-1-amine;

(6S,9R,11S)-11-(1-benzofuran-2-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[a][8]annulene;

(6S,9R,11R)-11-(1-benzofuran-2-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[a][8]annulene;

(6R,9S,11S)-11-(1-benzofuran-2-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[a][8]annulene;

(6R,9S,11R)-11-(1-benzofuran-2-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[a][8]annulene; (6S,9R,11S)-11-(1,3-oxazol-2-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[a][8]annulene;

(6S,9R,11R)-11-(1,3-oxazol-2-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[a][8]annulene;

(6R,9S,11S)-11-(1,3-oxazol-2-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[a][8]annulene;

(6R,9S,11R)-11-(1,3-oxazol-2-ylmethyl)-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo[a][8]annulene;

(6S,9R,11S)-11-isopentyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene; (6S,9R,11R)-11-isopentyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene; (6R,9S,11S)-11-isopentyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene; (6R,9S,11R)-11-isopentyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene; or a pharmaceutically acceptable salt or stereoisomer thereof.

5. (Original) A compound according to Claim 4 that is:

(6R,9S,11R)-11-phenyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene; (6R,9R,11S)-11-phenyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene; (6S,9R,11R)-11-phenyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene;

(6S,9R,11S)-11-phenyl-5,6,7,8,9,10-hexahydro-6,9-(epiminomethano)benzo [a][8]annulene; or a pharmaceutically acceptable salt or stereoisomer thereof.

- 6. (Canceled)
- 7. (Withdrawn) A method of modulating the catalytic activity of protein kinases in a mammal in need thereof comprising contacting the protein kinase with a compound of Claim 1.
- 8. (Withdrawn) The method of Claim 7 wherein the protein kinase is an RTK.
- 9. (Withdrawn) The method of Claim 8, wherein the RTK is selected from IR, IGF-1R and IRR.
- 10. (Withdrawn) A method of treating or preventing a PK-related disorder in a mammal in need thereof comprising administering to said mammal a therapeutically effective amount of a compound of Claim 1.
- 11. (Withdrawn) A method of Claim 10, wherein the PK-related disorder is an IGF-1R-related disorder selected from:
 - 1) cancer,
 - 2) diabetes,
 - 3) an autoimmune disorder,
 - 4) a hyperproliferation disorder,
 - 5) aging,
 - 6) acromegaly, and
 - 7) Crohn's disease.
- 12. (Withdrawn) A method of treating cancer in a mammal in need of such treatment comprising administering to said mammal a therapeutically effective amount of a compound of Claim 1.

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- 13. (Withdrawn) A method of treating retinal vascularization comprising administering to a mammal in need of such treatment a therapeutically effective amount of a compoung of Claim 1.
- 14. (Withdrawn) A method of treating cancer which comprises administering a therapeutically effective amount of a compound of Claim 1 in combination with a second compound selected from:
 - 1) an estrogen receptor modulator,
 - 2) an androgen receptor modulator,
 - 3) retinoid receptor modulator,
 - 4) a cytotoxic agent,
 - 5) an antiproliferative agent,
 - a prenyl-protein transferase inhibitor,
 - 7) an HMG-CoA reductase inhibitor,
 - 8) an HIV protease inhibitor,
 - 9) a reverse transcriptase inhibitor, and
 - 10) an angiogenesis inhibitor.
- 15. (Withdrawn) The method of Claim 14, wherein the second compound is an estrogen receptor modulator selected from tamoxifen and raloxifene.
- 16. (Withdrawn) A method of treating cancer which comprises administering a therapeutically effective amount of a compound of Claim 1 in combination with radiation therapy.
- 17. (Withdrawn) The method of Claim 16 wherein radiation therapy is also administered.
- 18. (Withdrawn) A method of treating cancer which comprises administering a therapeutically effective amount of a compound of Claim 1 and paclitaxel or trastuzumab.

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- 19. (Withdrawn) A method of treating or preventing cancer which comprises administering a therapeutically effective amount of a compound of Claim 1 and a GPIIb/IIIa antagonist.
- 20. (Withdrawn) The method of Claim 19 wherein the GPIIb/IIIa antagonist is tirofiban.
- 21. (Withdrawn) A method of treating or preventing cancer which comprises administering a therapeutically effective amount of a compound of Claim 1 in combination with a COX-2 inhibitor.
- 22. (New) A pharmaceutical composition which is comprised of a compound in accordance with Claim 1 and a pharmaceutically acceptable carrier.